

**PLEASE CAREFULLY REVIEW THIS OBJECTION AND
THE ATTACHMENTS HERETO TO DETERMINE WHETHER
THIS OBJECTION AFFECTS YOUR CLAIM(S)**

Harvey R. Miller
Stephen Karotkin
Joseph H. Smolinsky
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

Attorneys for Debtors
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
	:
In re	:
	:
MOTORS LIQUIDATION COMPANY, <i>et al.</i>,	:
f/k/a General Motors Corp., <i>et al.</i>	:
	:
Debtors.	:
	:
-----X	

Chapter 11 Case No.

09-50026 (REG)

(Jointly Administered)

**NOTICE OF DEBTORS' 210TH OMNIBUS OBJECTION TO CLAIMS
(Claims for Equity Interests)**

PLEASE TAKE NOTICE that on February 24, 2011, Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (the “**Debtors**”), filed their 210th omnibus objection to claims (the “**Objection**”), and that a hearing (the “**Hearing**”) to consider the Objection will be held before the Honorable Robert E. Gerber, United States Bankruptcy Judge, in Room 621 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004, on **March 29, 2011 at 9:45 a.m. (Eastern Time)**, or as soon thereafter as counsel may be heard.

To the extent a Claimant disagrees with the Objection's treatment of the Claimant's claim, the Claimant may call the Debtors to try and resolve the Claimant's concerns at **1-800-414-9607**. If a Claimant is unable to resolve the Claimant's concerns with the Debtors before the deadline to respond, then the Claimant must file and serve a written response (a "**Response**") to the Objection in accordance with this notice, and the Claimant must appear at the Hearing described below.

A Claimant may participate in the Hearing telephonically provided that the Claimant complies with the Court's instructions, which can be found on the Court's website at www.nysb.uscourts.gov (the official website for the Bankruptcy Court), by clicking on "Directories" on the left hand side, and then clicking on "Telephonic Appearance Provider." A Claimant must also provide prior written notice by mail or e-mail of the Claimant's telephonic appearance to (i) Weil, Gotshal & Manges LLP, attorneys for the Debtors, 767 Fifth Avenue, New York, New York 10153 (Attn: Edward Wu, Esq. (edward.wu@weil.com)) and (ii) Kramer Levin Naftalis & Frankel LLP, attorneys for the statutory committee of unsecured creditors, 1177 Avenue of the Americas, New York, New York 10036 (Attn: Lauren Macksoud, Esq. (lmacksoud@kramerlevin.com)).

If a Claimant does not oppose the disallowance and expungement of the Claimant's claim, then the Claimant does not need to file a Response or appear at the Hearing.

PLEASE TAKE FURTHER NOTICE THAT the deadline to submit a Response is **March 22, 2011 at 4:00 p.m. (Eastern Time)**. Only those Responses that are timely will be considered at the Hearing. A Claimant's Response will be deemed timely only if it is: (a) filed with the Bankruptcy Court electronically using the Bankruptcy Court's case filing

system (the User's Manual for the Electronic Case Filing System can be found at www.nysb.uscourts.gov) before the deadline for Responses or (b) actually received on a 3.5 inch disk, in text-searchable Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format and in hard copy at each of the following addresses on or before the deadline for response:

- A. Chambers of the Honorable Robert E. Gerber, United States Bankruptcy Court, One Bowling Green, Room 621, New York, New York 10004-1408;
- B. Weil, Gotshal & Manges LLP, attorneys for the Debtors, 767 Fifth Avenue, New York, New York 10153 (Attn: Joseph H. Smolinsky, Esq.); and
- C. Kramer Levin Naftalis & Frankel LLP, attorneys for the statutory committee of unsecured creditors, 1177 Avenue of the Americas, New York, New York 10036 (Attn: Lauren Macksoud, Esq.).

A Claimant's Response, if any, must contain at a minimum the following: (i) a caption setting forth the name of the Bankruptcy Court, the names of the Debtors, the case number, and the number of the Objection to which the Response is directed; (ii) the name of the Claimant and description of the basis for the amount of the claim; (iii) a concise statement setting forth the reasons why the claim should not be disallowed and expunged for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which the Claimant will rely in opposing the Objection; (iv) all documentation or other evidence of the claim, to the extent not included with the proof of claim previously filed with the Bankruptcy Court, upon which the Claimant will rely in opposing the Objection; (v) the address(es) to which the Debtors must return any reply to the Claimant's Response, if different from that presented in the proof of claim; and (vi) the name, address, and telephone number of the person that can be contacted in connection with the Objection.

If a Claimant has any questions about this notice or the Objection, please contact the Debtors at **1-800-414-9607**. **CLAIMANTS SHOULD NOT CONTACT THE CLERK OF THE BANKRUPTCY COURT TO DISCUSS THE MERITS OF THEIR CLAIM.**

PLEASE TAKE FURTHER NOTICE THAT the Court may grant the relief requested in the Objection without further notice or a hearing if a Claimant fails to file a timely Response or appear at the Hearing.

Dated: New York, New York
February 24, 2011

/s/ Joseph H. Smolinsky

Harvey R. Miller
Stephen Karotkin
Joseph H. Smolinsky

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

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Attorneys for Debtors and
Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
	:
In re	: Chapter 11 Case No.
	:
MOTORS LIQUIDATION COMPANY, <i>et al.</i>,	: 09-50026 (REG)
f/k/a General Motors Corp., <i>et al.</i>	:
	:
Debtors.	: (Jointly Administered)
	:
-----X	

DEBTORS' 210TH OMNIBUS OBJECTION TO CLAIMS
(Claims for Equity Interests)

<p>THIS OBJECTION SEEKS TO DISALLOW AND EXPUNGE OR RECLASSIFY CERTAIN FILED PROOFS OF CLAIM. CLAIMANTS RECEIVING THIS OBJECTION SHOULD LOCATE THEIR NAMES AND CLAIMS ON EXHIBIT "A" ANNEXED TO THIS OBJECTION.</p>

TO THE HONORABLE ROBERT E. GERBER,
UNITED STATES BANKRUPTCY JUDGE:

Motors Liquidation Company (f/k/a General Motors Corporation) ("MLC") and
its affiliated debtors, as debtors in possession (collectively, the "**Debtors**"), respectfully
represent:

Relief Requested

1. Prior to the commencement of these chapter 11 cases, the Debtors issued hundreds of millions of shares of common equity. This Objection addresses individual proofs of claim that assert equity interests (collectively, the “**Subject Proofs of Claim**” and each a “**Subject Proof of Claim**”).¹ A list of Subject Proofs of Claim is attached hereto as **Exhibit “A.”** A proof of claim that asserts an equity interest as a “claim” is improper because equity interests are not claims and, in turn, equity interests holders are not creditors on account of such interests. To extent that a proof of claim asserts an equity interest as a “claim,” such “claim” should be disallowed and reclassified as an equity interest. Reclassification will preserve the equity holder’s rights on account of its the equity interest, but remove the “claim” from the Debtors’ claims register.

2. The Debtors file this 210th Omnibus Objection (the “**210th Omnibus Objection**”) pursuant to section 502(b) of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) and object to the Subject Proofs of Claim on the basis that the Subject Proofs of Claim asserts an equity interest and, accordingly, they should be disallowed and reclassified as equity interests.²

¹ Creditors can obtain copies of the cover page of any proof of claim filed against the Debtors’ bankruptcy estates on the Debtors’ claims register on the website maintained by the Debtors’ claims agent, www.motorsliquidation.com. A link to the claims register is located under the “Claims Information” tab. Creditors without access to the Internet may request a copy of the cover page of any proof of claim by mail to The Garden City Group, Inc., Motors Liquidation Company Claims Agent, P.O. Box 9386, Dublin, Ohio 43017-4286 or by calling The Garden City Group, Inc. at 1-703-286-6401.

² All the Subject Proofs of Claim were filed after the deadline to file proofs of claim (i.e., November 9, 2009). To the extent they are not reclassified, the Debtors reserve the right to object to the Subject Proofs of Claim as being late filed.

Jurisdiction

3. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

Background

4. On June 1, 2009 (“**Commencement Date**”), four of the Debtors (the “**Initial Debtors**”)³ commenced with this Court voluntary cases under chapter 11 of the Bankruptcy Code, and on October 9, 2009, two additional Debtors (the “**REALM/ENCORE Debtors**”)⁴ commenced with this Court voluntary cases under chapter 11 of the Bankruptcy Code, which cases are jointly administered with those of the Initial Debtors under Case Number 09-50026. On September 15, 2009, the Initial Debtors filed their schedules of assets and liabilities and statements of financial affairs, which were amended on October 4, 2009. On October 15, 2009, the REALM/ENCORE Debtors filed their schedules of assets and liabilities and statements of financial affairs.

5. On October 6, 2010, this Court entered an order approving procedures for the filing of omnibus objections to proofs of claim filed in these chapter 11 cases,⁵ which authorized the Debtors to file omnibus objections to claims on several grounds that are in addition to those grounds permitted under Bankruptcy Rule 3007(d).

³ The Initial Debtors are MLC, MLCS, LLC (f/k/a Saturn, LLC), MLCS Distribution Corporation (f/k/a Saturn Distribution Corporation), and MLC of Harlem, Inc. (f/k/a Chevrolet-Saturn of Harlem, Inc.).

⁴ The REALM/ENCORE Debtors are Remediation and Liability Management Company, Inc., and Environmental Corporate Remediation Company, Inc.

⁵ Order Pursuant to 11 U.S.C. § 105(a) and Fed. R. Bankr. P. 3007 and 9019(b) Authorizing the Debtors to (I) File Omnibus Claims Objections and (II) Establishing Procedures for Settling Certain Claims, dated October 6, 2009 (ECF No. 4180).

Equity Interests Should be Disallowed and Reclassified as Equity Interests

6. A filed proof of claim is “deemed allowed, unless a party in interest . . . objects.” 11 U.S.C. § 502(a). If an objection refuting at least one of the claim’s essential allegations is asserted, the claimant has the burden to demonstrate the validity of the claim. *See In re Oneida Ltd.*, 400 B.R. 384, 389 (Bankr. S.D.N.Y. 2009); *In re Adelpia Commc’ns Corp.*, No. 02-41729, 2007 Bankr. LEXIS 660, at *15 (Bankr. S.D.N.Y. Feb. 20, 2007); *In re Rockefeller Ctr. Props.*, 272 B.R. 524, 539 (Bankr. S.D.N.Y. 2000).

7. Bankruptcy Rule 3007(d)(7) allows a debtor to file an omnibus objection to claims that are “are interests, rather than claims.” The rationale behind such objections is that the Bankruptcy Code differentiates between a “claim” and an “equity security.” *See* 11 U.S.C. §§ 101(5), 101(16). Under the Bankruptcy Code, those who have “claims” against the Debtors are called “creditors” while those who hold “equity securities” are called “equity security holders.” *See id.* §§ 101(10), 101(17). While creditors may need to file proofs of claim to preserve their rights to receive distributions on account of their claims,⁶ the Court has yet to require equity security holders to file proofs of interests to preserve the rights, if any, based solely on the ownership of equity interests. The filing of a proof of claim by an equity security holder to assert an equity interest is neither necessary nor sufficient. *See McGimsey v. USA Capital Diversified Trust Deed Fund, LLC (In re USA Commercial Mortg. Co.)*, 377 B.R. 608, 615 (9th Cir. B.A.P. 2007) (“It is axiomatic that an allowed proof of claim requires something more than mere equity ownership”).

⁶ Order Pursuant to Section 502(b)(9) of the Bankruptcy Code and Bankruptcy Rule 3003(c)(3) Establishing the Deadline for Filing Proofs of Claim (Including Claims under Bankruptcy Code Section 503(b)(9)) and Procedures Relating Thereto and Approving the Form and Manner of Notice Thereof, dated September 16, 2009 (ECF No. 4079).

8. Based on the foregoing, the Debtors request the Subject Proofs of Claim be disallowed and reclassified as equity interests. The reclassification of the Subject Proofs of Claim to equity interests will preserve any entitlement the holders of such proofs of claim have to a distribution solely on account of the ownership of the Debtors' equity interests.

Reservation of Rights

9. The Debtors reserve the right to object to any of the claims that is not disallowed in their entirety for any reason and to object on any basis to any claim for an equity interest that is reclassified as equity interests.

Notice

10. Notice of this 210th Omnibus Objection to Claims has been provided to each claimant listed on Exhibit "A" and parties in interest in accordance with the Fifth Amended Order Pursuant to 11 U.S.C. § 105(a) and Fed. R. Bankr. P. 1015(c) and 9007 Establishing Notice and Case Management Procedures, dated January 3, 2011 (ECF No. 8360). The Debtors submit that such notice is sufficient and no other or further notice need be provided.

11. No previous request for the relief sought herein has been made by the Debtors to this or any other Court.

WHEREFORE the Debtors respectfully request entry of an order granting the relief requested herein and such other and further relief as is just.

Dated: New York, New York
February 24, 2011

/s/ Joseph H. Smolinsky

Harvey R. Miller

Stephen Karotkin

Joseph H. Smolinsky

WEIL, GOTSHAL & MANGES LLP

767 Fifth Avenue

New York, New York 10153

Telephone: (212) 310-8000

Facsimile: (212) 310-8007

Attorneys for Debtors
and Debtors in Possession

Exhibit “A”

CLAIMS TO RECLASSIFY

Name and Address of Claimant	Claim #	Debtor	Claim Amount	Grounds For Objection	Objection Page Reference
ALEX ROSENZWEIG REVOCABLE LIVING TRUST 7366 HAVILAND CIRCLE BOYNTON BEACH, FL 33437	70651	Motors Liquidation Company	\$1,600.00	Equity Interest Claim	Pgs. 1-5
ALEX ROSENZWEIG REVOCABLE LIVING TRUST 7366 HAVILAND CIRCLE BOYNTON BEACH, FL 33437	70710	Motors Liquidation Company	\$1,600.00	Equity Interest Claim	Pgs. 1-5
ANGIE C SUNG 22317 WARD ST TORRANCE, CA 90505	70735	Motors Liquidation Company	\$2,796.00	Equity Interest Claim	Pgs. 1-5
AUSTIN CHI-YEH SUNG C/O AI SUNG 4721 STEELE STREET TORRANCE, CA 90503	70734	Motors Liquidation Company	\$9,236.00	Equity Interest Claim	Pgs. 1-5
BARBARA HOLZBERG CGM IRA CUSTODIAN 12920 CORAL LAKES DRIVE BOYNTON BEACH, FL 33437	18630	Motors Liquidation Company	\$1,837.22	Equity Interest Claim	Pgs. 1-5
BEN WAKS 2171 NORTHWEST 87TH AVE SUNRISE, FL 33322	70582	Motors Liquidation Company	\$99.00	Equity Interest Claim	Pgs. 1-5
BERTHA JACKSON 2720 FROSTWOOD DRIVE SHREVEPORT, LA 71108	70678	Motors Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
CAROL E DELGER 28494 NORRIS RD #2 BOZEMAN, MT 59718	70895	Motors Liquidation Company	\$152.10 Unliquidated	Equity Interest Claim	Pgs. 1-5
CAROLE KILLALEA 17 DEERCREST SQUARE INDIAN HEAD PK, IL 60525 UNITED STATES OF AMERICA	70699	Motors Liquidation Company	\$375.00	Equity Interest Claim	Pgs. 1-5

(1) In the "Claim Amount" column, the amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00". For claims filed in a foreign currency, "Foreign Currency" is displayed in the "Claim Amount" column.

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO RECLASSIFY					
CLARK ZIMMERMAN 20301 ANITA CLINTON TOWNSHIP, MI 48036	70762	Motors Liquidation Company	\$306.62	Equity Interest Claim	Pgs. 1-5
CURTIS R GILES 5201 HWY 1702 GUSTINE, TX 76455	70865	Motors Liquidation Company	\$1,160.00	Equity Interest Claim	Pgs. 1-5
CZESLAW & KAZIMIERA CHRUSLAK 7412 N ORIOLE AVE CHICAGO, IL 60631 UNITED STATES OF AMERICA	70981	Motors Liquidation Company	\$8,333.48	Equity Interest Claim	Pgs. 1-5
DANIEL AKERLEY 6643 SE SEVEN OAKS LN STUART, FL 34997	70745	Motors Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
DAVIS, REGINALD E 3250 MOBLEY RIDGE RD DUCK RIVER, TN 38454	17902	Motors Liquidation Company	\$100,000.00	Equity Interest Claim	Pgs. 1-5
DEBORAH L FINDLAY 10305 COLLINGHAM DR FAIRFAX, VA 22032	70577	Motors Liquidation Company	\$3,890.00	Equity Interest Claim	Pgs. 1-5
DENNIS & JILL GALLAHER 18160 CLEAR SPRING LANE EDEN PRAIRIE, MN 55347	70943	Motors Liquidation Company	\$5,585.95	Equity Interest Claim	Pgs. 1-5
DENNIS & JILL GALLAHER 18160 CLEAR SPRING LANE EDEN PRAIRIE, MN 55347	70970	Motors Liquidation Company	\$5,585.95	Equity Interest Claim	Pgs. 1-5
DONALD M WAGNER 12501 ULMERTON RD SITE 78 LARGO, FL 33774	70746	Motors Liquidation Company	\$167,937.00	Equity Interest Claim	Pgs. 1-5
DOROTHY KENNEDY C/O FIRST AMERICAN TRUST FSB 5 FIRST AMERICAN WAY MS7 SANTA ANA, CA 92707	70793	Motors Liquidation Company	\$145.50	Equity Interest Claim	Pgs. 1-5

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CLAIMS TO RECLASSIFY					
EDA MURINO & CARL MURINO 31 RICHMOND STREET ISLIP, NY 11751	70980	Motors Liquidation Company	\$1,325.84	Equity Interest Claim	Pgs. 1-5
EDWARD DWAYNE HARRISON 2617 HERITAGE COLONY WEBSTER, TX 77598	70684	Motors Liquidation Company	\$4,856.00	Equity Interest Claim	Pgs. 1-5
EDWIN W LEHMANN 1313 LYTLE KERRVILLE, TX 78028	70977	Motors Liquidation Company	\$3,858.95	Equity Interest Claim	Pgs. 1-5
EILEEN BUNDY 10208 WILL ALLMAN RD GEORGETOWN, OH 45121 UNITED STATES OF AMERICA	70532	Motors Liquidation Company	\$1,000.00	Equity Interest Claim	Pgs. 1-5
ELAINE FATER KUBICEK 2606 PARK SPRING LN SPRING, TX 77373	70599	Motors Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
ELIZABETH GUPPY 9009 SMITHVILLE RD MAPLETON, IL 61547 UNITED STATES OF AMERICA	70756	Motors Liquidation Company	\$772.50	Equity Interest Claim	Pgs. 1-5
ELY, JEFFREY S 6899 N WILLIAMS RD SAINT JOHNS, MI 48879	18213	Motors Liquidation Company	\$20,771.45	Equity Interest Claim	Pgs. 1-5
EUGENE TRACY 2239 LONG'S MILL RD. BLANCH, NC 27212 UNITED STATES OF AMERICA	70625	Motors Liquidation Company	\$1,141.75	Equity Interest Claim	Pgs. 1-5
EVAN ROMERO C/O FIRST AMERICAN TRUST FSB 5 FIRST AMERICAN WAY MS7 SANTA ANA, CA 92707	70795	Motors Liquidation Company	\$165.00	Equity Interest Claim	Pgs. 1-5
GARY BARBAGALLO 2107 BRANCH HILL ST TAMPA, FL 33612	70733	Remediation And Liability Management Company, Inc.	\$12,770.99	Equity Interest Claim	Pgs. 1-5

(1) In the "Claim Amount" column, the amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00". For claims filed in a foreign currency, "Foreign Currency" is displayed in the "Claim Amount" column.

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO RECLASSIFY					
GARY NELSON 515 E. TIMBERVIEW LANE ARLINGTON, TX 76014 UNITED STATES OF AMERICA	70737	Motors Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
GEORGE DOLAN 625 W DEER VALLEY RD PHOENIX, AZ 85027	70770	Motors Liquidation Company	\$10,303.00	Equity Interest Claim	Pgs. 1-5
GEORGE DOLAN 625 W DEER VALLEY RD PHOENIX, AZ 85027	70772	Motors Liquidation Company	\$20,606.00	Equity Interest Claim	Pgs. 1-5
GEORGE W MORTE JR 3113 ENCINO AVE BAY CITY, TX 77414	70600	Motors Liquidation Company	\$8,816.00	Equity Interest Claim	Pgs. 1-5
GEORGIA E MALAK 304 HILLCREST LANE BRENHAM, TX 77833	70749	Motors Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
GLENN BRANCH 5401 TIMBER CREEK LN NORTH LITTLE ROCK, AR 72116	70773	Motors Liquidation Company	\$2,285.76	Equity Interest Claim	Pgs. 1-5
HELEN ANFINSON 2316 S VAN EPS SIOUX FALLS, SD 57105	70657	Motors Liquidation Company	\$8,454.95	Equity Interest Claim	Pgs. 1-5
HENRI P RACINE 2968 MATAPEDIA AVE G1W 1X9 QUEBEC CANADA CANADA	70790	Motors Liquidation Company	\$2,000.00	Equity Interest Claim	Pgs. 1-5
HENRY JACKSON 2633 STEEPLECHASE ROAD Edmond, OK 73034	70824	Motors Liquidation Company	\$2,980.00	Equity Interest Claim	Pgs. 1-5
HERBOLD JAMES 51449 FAIRLANE DR SHELBY TOWNSHIP, MI 48316	64239	Motors Liquidation Company	\$325,000.00	Equity Interest Claim	Pgs. 1-5

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CLAIMS TO RECLASSIFY					
HERMAN L HOBBS 1111 HADCOCK RD BRUNSWICK, OH 44212	70561	Motors Liquidation Company	\$25,100.00	Equity Interest Claim	Pgs. 1-5
HERMAN WALLACE JR 1020 36TH STREET WEST PALM BEACH, FL 33407	70928	Motors Liquidation Company	\$46,800.00	Equity Interest Claim	Pgs. 1-5
JAMES C MITCHELL C/O PATRICIA A MITCHELL 5706 STONEACRE COURT GLEN ALLEN, VA 23059	70601	Motors Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
JAMES HUMPHRIES 129 WEBBER LAKE RD UNION, SC 29379	70728	Motors Liquidation Company	\$39,989.44	Equity Interest Claim	Pgs. 1-5
JERRY E. COX 310 E. 74TH ST 3B NEW YORK, NY 10021	70671	Motors Liquidation Company	\$9,990.95	Equity Interest Claim	Pgs. 1-5
JERRY BRINK 42111 BRIARCLIFF CT CANTON, MI 48187	13686	Motors Liquidation Company	\$7,000.00	Equity Interest Claim	Pgs. 1-5
JOHN P MOSKAL 170 CROFTON DR WEST SENECA, NY 14224	70674	Motors Liquidation Company	\$50.00	Equity Interest Claim	Pgs. 1-5
JOSEPH G DUSHAW 32 LAURELBROOK CT CRESSON, PA 16630	70654	Motors Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
JOSEPH R ZACHARA 1601 MADSEN DR ORTONVILLE, MI 48462	70588	Motors Liquidation Company	\$180.00	Equity Interest Claim	Pgs. 1-5
JULIA SANDIFER PO BOX 2335 HARVEY, IL 60426	60916	Motors Liquidation Company	\$13,000.00	Equity Interest Claim	Pgs. 1-5

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CLAIMS TO RECLASSIFY					
KENNEDY REV C/O FIRST AMERICAN TRUST FSB 5 FIRST AMERICAN TRUST WAY MS7 SANTA ANA, CA 92707	70794	Motors Liquidation Company	\$860.25	Equity Interest Claim	Pgs. 1-5
KENNETH DOUGLAS 1301 E LINCOLN ST EAST TAWAS, MI 48730	19737	Motors Liquidation Company	\$18,915.78	Equity Interest Claim	Pgs. 1-5
LARRY MEADOWS 1698A LAWRENCE BROS BATESVILLE, MS 38606	70791	MLCS, LLC	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
LEONID GARBER 215-05 64 AVE BAYSIDE, NY 11364	70848	Motors Liquidation Company	\$84,769.00	Equity Interest Claim	Pgs. 1-5
LYNNE G JACOBS 18 ROOSEVELT STREET TAPPAN, NY 10983	70562	Motors Liquidation Company	\$3,000.00	Equity Interest Claim	Pgs. 1-5
MARGARET A MANTLER 4704 LONG GREEN DR GLEN ARM, MD 21057	70963	Motors Liquidation Company	\$3,644.65	Equity Interest Claim	Pgs. 1-5
MARTHA L CHROMIK & WILLIAM J CHROMIK 29 PARKSIDE TRAIL BALLSTON LAKE, NY 12019	70642	Motors Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
MCGIGOR, JOSEPH N 21123 WOODFARM DR NORTHVILLE, MI 48167	29484	Motors Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
MCKINNEY, DAVID O'NEAL 470 HAYS RD N SMITHS GROVE, KY 42171	2234	Motors Liquidation Company	\$220,000.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
MICHAEL FINAZZO 8908 BILLINGS ROAD KIRTLAND, OH 44094	70764	Motors Liquidation Company	\$375.00	Equity Interest Claim	Pgs. 1-5

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CLAIMS TO RECLASSIFY					
MICHAEL J NORTON AND ANN-MARIE NORTON JTWROS 8 BULL CALF LN CENTERPORT, NY 11721	14822	Motors Liquidation Company	\$6,892.50	Equity Interest Claim	Pgs. 1-5
MIKE MITSURU FUKUSHIMA TTEE FBO MIKE M FUKUSHIMA REV TRUST U/A/D 8/24/88 2854 A BOOTH ROAD HONOLULU, HI 96813	70692	Motors Liquidation Company	\$20,677.21	Equity Interest Claim	Pgs. 1-5
MR. JOSEPH LEE 20833 GARDEN GATE DR CUPERTINO, CA 95014	70939	Motors Liquidation Company	\$21,806.90	Equity Interest Claim	Pgs. 1-5
O'KEEFE AGENCY C/O FIRST AMERICAN TRUST FSB 5 FIRST AMERICAN WAY MS7 SANTA ANA, CA 92707	70796	Motors Liquidation Company	\$487.50	Equity Interest Claim	Pgs. 1-5
PHILLIP FRANKLIN 6105 E CENTENNIAL AVE MUNCIE, IN 47303	70629	Motors Liquidation Company	\$40.00	Equity Interest Claim	Pgs. 1-5
POY J LEW 14615 SE 224TH ST KENT, WA 98042	70612	Motors Liquidation Company	\$39,601.10	Equity Interest Claim	Pgs. 1-5
PUTKOVICH, VIOLA E PO BOX 1636 CASHIERS, NC 28717	8036	Motors Liquidation Company	\$35,815.86	Equity Interest Claim	Pgs. 1-5
RICHARD ALUMBAUGH 6526 E COUNTY RD 225 N SULLIVAN, IN 47882 UNITED STATES OF AMERICA	70620	Motors Liquidation Company	\$1,494.10	Equity Interest Claim	Pgs. 1-5
RICHARD FREEMAN 416 FLEMING STREET APT. C Key West, FL 33040 UNITED STATES OF AMERICA	70579	Motors Liquidation Company	\$3,215.99	Equity Interest Claim	Pgs. 1-5
RICHARD LINEHAN 585 CHESTNUT ST APT 1317 ABINGTON, MA 02351	17829	Motors Liquidation Company	\$2,415.00	Equity Interest Claim	Pgs. 1-5

(1) In the "Claim Amount" column, the amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00". For claims filed in a foreign currency, "Foreign Currency" is displayed in the "Claim Amount" column.

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

CLAIMS TO RECLASSIFY					
RITA MACK 9005 BALCONES CLUB DRIVE AUSTIN, TX 78750 UNITED STATES OF AMERICA	70717	Motors Liquidation Company	\$1,069.00	Equity Interest Claim	Pgs. 1-5
ROGER A SCHARF 2521 BOYD ST DES MOINES, IA 50317	70688	Motors Liquidation Company	\$2,091.40	Equity Interest Claim	Pgs. 1-5
RONALD BIRKNER 84 SURREY LANE CLIFTON, NJ 07012	70866	Motors Liquidation Company	\$2,982.24	Equity Interest Claim	Pgs. 1-5
RONALD P KLOECKNER 28435 SUNSET BLVD W LATHRUP VILLAGE, MI 48076	70564	Motors Liquidation Company	\$200,000.00	Equity Interest Claim	Pgs. 1-5
ROSALIE S LANE 37 W 12TH ST APT 4J NEW YORK, NY 10011	70781	Motors Liquidation Company	\$22,740.04	Equity Interest Claim	Pgs. 1-5
SERAZIO, FRANK A 5247 KENDAL ST DEARBORN, MI 48126	70567	Motors Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
SHARON MCSWAIN CARTLEDGE 401 VISTA WAY FT WASHINGTON, MS 20744	70553	Motors Liquidation Company	\$175.92	Equity Interest Claim	Pgs. 1-5
SOLEDAD GAY 11903 CRESCENT COVE PEARLAND, TX 77584	70560	Motors Liquidation Company	\$10,345.12	Equity Interest Claim	Pgs. 1-5
SOLOMAN KIRKPATRICK 2321 10TH ST PORT NECHES, TX 77651 UNITED STATES OF AMERICA	70604	Motors Liquidation Company	\$6,549.00	Equity Interest Claim	Pgs. 1-5
SUSAN THUMANN 931 SMOKETREE DRIVE TUCKER, GA 30084	70718	Motors Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5

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CLAIMS TO RECLASSIFY					
T S SUKUL BERNHARD ROSLER STR-32 B 41366 SCHWALMTAL GERMANY GERMANY	70742	Motors Liquidation Company	\$3,000.00	Equity Interest Claim	Pgs. 1-5
T S SUKUL BERNHARD-ROSLER - STR 32B 41366 SCHWALMTAL GERMANY GERMANY	70743	Motors Liquidation Company	\$6,000.00	Equity Interest Claim	Pgs. 1-5
TERRI FINAZZO 8908 BILLINGS ROAD KIRTLAND, OH 44094	70763	Motors Liquidation Company	\$150.00	Equity Interest Claim	Pgs. 1-5
THANH PHUC THI 48-19 208TH STREET BAYSIDE, NY 11364	70673	Motors Liquidation Company	\$4,112.50 Unliquidated	Equity Interest Claim	Pgs. 1-5
TOBY ANN MEAD 55 IPSWICH ROAD BOXFORD, MA 01921	70663	Motors Liquidation Company	\$4,940.68	Equity Interest Claim	Pgs. 1-5
VELT AND LOUISE BARBEE 16026 BARBEE RD STANFIELD, NC 28163	70851	Motors Liquidation Company	\$0.00 Unliquidated	Equity Interest Claim	Pgs. 1-5
WANDA PALMER 289 BRIGHTON CT MERIDEN, CT 06450	70687	Motors Liquidation Company	\$28.00	Equity Interest Claim	Pgs. 1-5
WILLIE DAVID BRANHAM 22987 29 1/2 MILE RD PO BOX 152 SPRINGPORT, MI 49284	70968	Motors Liquidation Company	\$1,608.10	Equity Interest Claim	Pgs. 1-5
XIAO QING CHEN 209-908 CLARKE RD PORT MOODY BC V3H 1L8 CANADA CANADA	70822	Motors Liquidation Company	\$12,540.33	Equity Interest Claim	Pgs. 1-5
YOUNUS KHAN 69 CARLISLE CRESCENT SCARBOROUGH, ONTARIO CANADA M1B 4X3 CANADA	70740	Motors Liquidation Company	\$41,159.95	Equity Interest Claim	Pgs. 1-5

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CLAIMS TO RECLASSIFY

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(1) In the "Claim Amount" column, the amounts listed are taken directly from the proofs of claim, and thus replicate any mathematical errors on the proofs of claim. Where the claim amount is zero, unliquidated, unidentified, or otherwise cannot be determined, the amount listed is "0.00". For claims filed in a foreign currency, "Foreign Currency" is displayed in the "Claim Amount" column.

(2) Claims on the exhibit are sorted in alphabetical order based on the creditor name as listed on proof of claim form.

**UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
In re	:	Chapter 11 Case No.
	:	
MOTORS LIQUIDATION COMPANY, <i>et al.</i>,	:	09-50026 (REG)
f/k/a General Motors Corp., <i>et al.</i>	:	
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X		

ORDER GRANTING DEBTORS' 210TH OMNIBUS OBJECTION TO CLAIMS
(Claims for Equity Interests)

Upon the 210th omnibus objection, dated February 24, 2011 (the “**210th Omnibus Objection**”),¹ of Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (collectively, the “**Debtors**”), pursuant to section 502(b) of title 11, United States Code (the “**Bankruptcy Code**”) and Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, seeking entry of an order that disallowing and reclassifying the Subject Proofs of Claim as an equity interest, all as more fully described in the 210th Omnibus Objection; and due and proper notice of the 210th Omnibus Objection having been provided, and it appearing that no other or further notice need be provided ; and the Court having found and determined that the relief sought in the 210th Omnibus Objection is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the 210th Omnibus Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the 210th Omnibus Objection.

ORDERED that the relief requested in the 210th Omnibus Objection is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the Subject Proofs of Claim listed on Exhibit "A" annexed hereto (the "**Order Exhibit**") are disallowed and reclassified as equity interests; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object on any basis are expressly reserved with respect to, any claims listed on Exhibit "A" annexed to the 210th Omnibus Objection that are not disallowed pursuant to this Order, and any of the claims for equity interests that are reclassified as equity interests; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York
_____, 2011

UNITED STATES BANKRUPTCY JUDGE